

# **ATTACHMENT 3**

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.<sup>1</sup>

Debtors.

Chapter 11

Case No. 01-01139 (JFK)

Jointly Administered

Objection Date:

FIFTY-NINTH MONTHLY APPLICATION OF  
BEVERIDGE & DIAMOND, P.C.  
FOR COMPENSATION FOR SERVICES RENDERED AND  
REIMBURSEMENT OF EXPENSES  
AS COUNSEL TO THE DEBTORS FOR THE  
PERIOD FROM SEPTEMBER 1, 2010 THROUGH SEPTEMBER 30, 2010

Name of Applicant:	Beveridge & Diamond, P.C.
Authorized to Provide Professional Services to:	Debtors and Debtors in Possession
Date of Retention:	May 12, 2005
Period for which Compensation and Reimbursement is Sought:	August 1, 2010 through August 31, 2010 <i>September</i> <i>September</i>
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$25,288.00
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$251.36

This is a: XX monthly        interim        final application.

<sup>1</sup> The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuning, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

PRIOR APPLICATIONS FILED:

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
12/05	10/1/05 – 10/31/05	\$13,486.25	\$ 337.02	\$13,486.25	\$ 337.02
2/06	11/1/05 – 11/30/05	\$46,587.50 <sup>2</sup>	\$ 57.62	\$46,587.50 <sup>3</sup>	\$ 57.62
2/06	12/1/05 – 12/31/05	\$ 5,726.25 <sup>4</sup>	\$1,308.41	\$ 5,726.25 <sup>5</sup>	\$1,308.41
3/06	1/1/06 – 1/31/06	\$11,187.50	\$ 173.56	\$11,187.50	\$ 173.56
4/06	2/1/06 – 2/28/06	\$16,106.25	\$ 156.33	\$16,106.25	\$ 156.33
5/06	3/1/06 – 3/31/06	\$11,377.50	\$ 70.33	\$11,377.50	\$ 70.33
6/06	4/1/06 -- 4/30/06	\$13,693.75	\$ 356.81	\$13,693.75	\$ 356.81
8/06	5/1/06 -- 5/31/06	\$28,261.25	\$ 227.37	\$28,261.25	\$ 227.37
9/13/06	6/1/06 -- 6/30/06	\$10,103.75	\$ 285.26	\$10,103.75	\$ 285.26
9/13/06	7/1/06 -- 7/31/06	\$ 4,307.50	\$ 14.21	\$ 4,307.50	\$ 14.21
9/25/06	8/1/06 -- 8/31/06	\$4,812.50	\$ 131.31	\$4,812.50	\$ 131.31
10/30/06	9/1/06 -- 9/30/06	\$16,988.75	\$ 287.83	\$16,988.75	\$ 287.83
12/1/06	10/1/06 -- 10/31/06	\$19,348.25	\$ 210.02	\$19,348.25	\$ 210.02
1/11/07	11/1/06 - 11/30/06	\$34,281.25	\$ 425.47	\$34,281.25	\$ 425.47
3/7/07	12/1/06 - 12/31/06	\$43,924.00	\$ 338.42	\$43,924.00	\$ 338.42
3/7/07	1/1/07 - 1/31/07	\$51,760.00	\$ 211.32	\$51,760.00	\$ 211.32
6/4/07	2/1/07 - 2/28/07	\$36,245.00	\$ 94.79	\$36,245.00	\$ 94.79
6/4/07	3/1/07 - 3/31/07	\$33,840.00	\$ 480.06	\$33,840.00	\$ 480.06
6/18/07	4/1/07-4/30/07	\$35,377.50	\$ 514.32	\$35,377.50	\$ 514.32
6/18/07	5/1/07 - 5/31/07	\$17,681.25	\$ 389.29	\$17,681.25	\$ 389.29
8/23/07	6/1/07 - 6/30/07	\$22,225.00	\$ 133.35	\$22,225.00	\$ 133.35
10/11/07	7/1/07-7/31/07	\$31,450.00	\$ 248.66	\$31,100.00	\$ 248.66
10/11/07	8/1/07 - 8/31/07	\$30,497.50	\$ 567.93	\$29,875.50	\$ 567.93
10/19/07	9/1/07 - 9/30/07	\$18,575.00	\$ 311.53	\$18,575.00	\$ 311.53
1/2/08	10/1/07 – 10/31/07	\$7,217.50	\$ 791.76	\$7,217.50	\$ 791.76
1/2/08	11/1/07-11/30/07	\$5,200.00	\$ 111.41	\$5,200.00	\$ 111.41
4/29/08	12/1/07-12/31/07	\$8,670.00	\$ 142.43	\$8,670.00	\$ 142.43
4/29/08	1/1/08 – 2/28/08	\$19,480.00	\$ 74.16	\$19,480.00	\$ 74.16
5/5/08	3/1/08-3/31/08	\$6,320.00	\$ 81.38	\$6,320.00	\$ 81.38
6/23/08	4/1/08-4/30/08	\$5,358.00	\$ 54.14	\$5,358.00	\$ 54.14
7/21/08	5/1/08-5/31/08	\$32,068.00	\$ 19.86	\$32,068.00	\$ 19.86
9/3/08	6/1/08 – 6/30/08	\$39,793.00	\$ 1,384.81	\$39,793.00	\$ 1,384.81

<sup>2</sup> The original Application filed 2/06 requested fees in the amount of \$43,662.50 and Expenses in the amount of \$57.62. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$46,587.50.

<sup>3</sup> The original Application filed 2/06 requested fees in the amount of \$43,662.50 and Expenses in the amount of \$57.62. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$46,587.50.

<sup>4</sup> The original application filed 2/06 requested fees in the amount of \$5,238.75 and Expenses in the amount of \$1,308.41. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$5,726.25.

<sup>5</sup> The original application filed 2/06 requested fees in the amount of \$5,238.75 and Expenses in the amount of \$1,308.41. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$5,726.25.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
9/15/08	7/1/08-7/31/08	\$89,644	\$273.65	\$89,644	\$273.65
11/14/08	8/1/08-8/31/08	\$50,539.50	\$224.70	\$50,539.50	\$224.70
11/14/08	9/1/08 - 9/30/08	3,905.50	\$986.54	3,905.50	\$986.54
2/6/09	10/1/08 - 10/31/08	1,360.00	\$365.78	1,360.00	\$365.78
2/6/09	11/1/08 - 11/30/08	\$920.00	\$524.75	\$920.00	\$524.75
3/24/09	12/1/08 - 12/31/08	\$2,702.50	\$11.37	\$2,702.50	\$11.37
3/30/09	1/1/09 - 1/31/09	\$25,585.00	\$1.40	\$25,585.00	\$1.40
4/21/09	2/1/09 - 2/28/09	\$39,237.00	\$516.80	\$39,237.00	\$516.80
4/30/09	3/1/09 - 3/31/09	\$ 8,128.00	\$ 46.35	\$ 8,128.00	\$ 46.35
7/7/09	4/1/09 - 4/30/09	\$ 80,837.00	\$1,411.58	\$ 80,837.00	\$1,411.58
7/20/09	5/1/09 - 5/31/09	\$ 80,837.00	\$ 1,411.58	\$ 80,837.00	\$ 1,411.58
9/2/09	6/1/09 - 6/30/09	\$38,481.50	\$ 888.98	\$38,481.50	\$ 888.98
9/15/09	7/1/089 - 7/31/09	\$6,972.00	\$ 534.11	\$6,972.00	\$ 534.11
10/1/09	8/1/09 - 8/31/09	\$1,991.50	\$ 5.80	\$1,991.50	\$ 5.80
11/2/09	9/1/09 - 9/30/09	\$ 6,836.00	\$ 53.92	\$ 6,836.00	\$ 53.92
12/9/09	10/1/09 - 10/31/09	\$ 15,246.00	\$ 75.86	\$ 15,246.00	\$ 75.86
1/4/10	11/1/09 - 11/30/09	\$ 14,828.50	\$ 56.80	\$ 14,828.50	\$ 56.80
2/3/10	12/1/09 - 12/31/09	\$ 7,224.00	\$ 84.20	\$ 7,224.00	\$ 84.20
3/31/10	1/1/10 - 1/31/10	\$ 2,778.00	\$ 36.85	\$ 2,778.00	\$ 36.85
3/31/10	2/1/10 - 2/28/10	\$ 4,449.50	\$12.27	\$ 4,449.50	\$12.27
5/17/10	3/1/10 - 3/31,2010	\$ 24,367.50	\$11.00	\$ 24,367.50	\$11.00
7/1/10	4/1/10 - 4/30/10	\$ 10,250.00	\$ 82.97	Pending	Pending
7/1/10	5/1/10 - 5/31/10	\$ 3,476.00	\$ 23.86	Pending	Pending
8/16/10	6/1/10 - 6/30/10	\$ 24,234.00	\$ 19.20	Pending	Pending
8/30/10	7/1/10 - 7/31/10	\$ 20,113.50	\$ 18.28	Pending	Pending
10/25/10	8/1/10 - 8/31/10	\$2,986.00	\$ 235.07	Pending	Pending

B&D PROFESSIONALS<sup>6</sup>

Name of Professional Individual	Position of the Applicant, Number of years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
Karl S. Bourdeau	Principal; Joined Firm 1980; Member of DC Bar since 1978	\$650.00	5.90	\$3,835.00
Pamela D. Marks	Principal; Joined Firm 1997; Member of MD Bar since 1986	\$440.00	29.70	\$13,068.00
Lindsey Kiddoo	Joined firm 2010; MD Bar Membership pending	\$225.00	28.60	\$6,435.00
Tracy Horch	Paralegal	\$195.00	10.00	\$1,950.00

Total Fees: \$25,288.00  
Total Hours: 74.20  
Blended Rate: \$340.00

TASK CODE SUMMARY

Project Category	Total Hours	Total Fees Requested
Litigation and Litigation Consulting	74.20	\$25,288

EXPENSE SUMMARY<sup>7</sup>

Expense Category	Service Provider (if applicable) <sup>8</sup>	Total Expense
Duplicating		\$245.49
Postage		\$2.27
Long Distance Telephone		\$3.60

WHEREFORE, Beveridge & Diamond, P.C. respectfully requests that, for the period September 1, 2010 through September 30, 2010, an interim allowance be made to Beveridge & Diamond, P.C. for compensation in the amount of \$25,288.00 and actual and necessary expenses

<sup>6</sup> These amounts are the sum total from all of the invoices attached hereto.

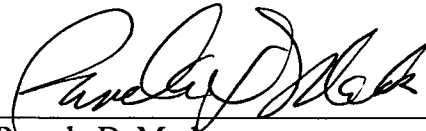
<sup>7</sup> These amounts are the sum total of the disbursements as shown on all of the invoices attached hereto.

<sup>8</sup> B&D may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.

in the amount of \$251.36 for a total allowance of \$25,539.36 and payment of \$20,230.40 (80% of the allowed fees) and reimbursement of \$251.36 (100% of the allowed expenses) be authorized for a total payment of \$20,481.76 and for such other and further relief as this Court may deem just and proper.

Dated: November 4, 2010

BEVERIDGE & DIAMOND, P.C.

A handwritten signature in black ink, appearing to read 'Pamela D. Marks', is written over a horizontal line.

Pamela D. Marks

201 N. Charles Street, Suite 2210

Baltimore, MD 21201

Telephone: 410-230-1315

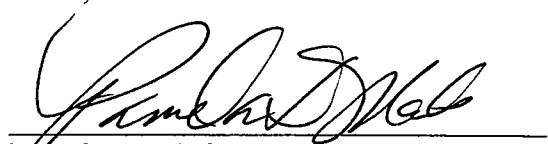
Facsimile: 410-230-1389

Counsel for Debtors and Debtors in Possession

VERIFICATION

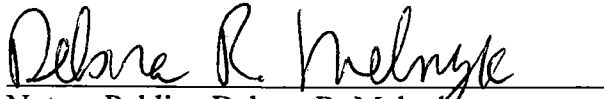
Pamela D. Marks, after being duly sworn according to law, deposes and says:

- a) I am an attorney with the applicant law firm Beveridge & Diamond, P.C..
- b) I am familiar with the legal services rendered by Beveridge & Diamond, P.C. as counsel to the Debtor and am thoroughly familiar with the other work performed on behalf of the Debtor by the lawyers and paraprofessionals of Beveridge & Diamond, P.C.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed the Local Bankruptcy Rules for the District of Delaware, and submit that the Application substantially complies with such rules.

  
Pamela D. Marks

SWORN AND SUBSCRIBED

before me this 4<sup>th</sup> day of November, 2010.

  
Notary Public: Debora R. Melnyk  
My Commission Expires: May 27, 2013

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
W.R. GRACE & CO., et al. <sup>1</sup>	)	Case No. 01-01139 (JFK)
	)	Jointly Administered
Debtors.	)	
	)	Objection Date:

FEE DETAIL FOR BEVERIDGE & DIAMOND, P.C.'S  
MONTHLY FEE APPLICATION FOR THE PERIOD  
SEPTEMBER 1, 2010 THROUGH SEPTEMBER 30, 2010

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<sup>1</sup> The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuning, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.



# **EXHIBIT A**

**(Curtis Bay FUSRAP Bankruptcy Claim Resolution)**

LAW OFFICES  
BEVERIDGE & DIAMOND, P.C.  
SUITE 2210  
201 NORTH CHARLES STREET  
BALTIMORE, MD 21201-4150  
(410) 230-1300

W. R. Grace & Co. - Conn  
Attn: Lydia B. Duff, Esq.  
7500 Grace Drive  
Columbia, MD 21044

October 29, 2010  
Client/Matter # 01246-011548  
Invoice # 138201  
Federal ID# 52-1247549

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For Legal Services Rendered Through 09/30/10 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.  
SUITE 700  
1350 I STREET, N.W.  
WASHINGTON, D.C. 20005-3311

Curtis Bay FUSRAP Bankruptcy Claim Resolution

09/04/10 P. Marks 0.20 Review information.

Total Hours : 0.20  
Total Fees : \$88.00

BEVERIDGE &amp; DIAMOND, P.C.

INVOICE # 138201

October 29, 2010

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Time Summary:

	Hours Worked	Billed Per Hour	Bill Amount
P. Marks	0.20	\$440.00	\$88.00
<b>Total Fees :</b>			<b>\$88.00</b>
<b>TOTAL DUE :</b>			<b>\$88.00</b>

# **EXHIBIT B**

**(Curtis Bay RCRA 2)**

**LAW OFFICES  
BEVERIDGE & DIAMOND, P.C.  
SUITE 2210  
201 NORTH CHARLES STREET  
BALTIMORE, MD 21201-4150  
(410) 230-1300**

W. R. Grace & Co. - Conn  
Attn: Lydia B. Duff, Esq.  
7500 Grace Drive  
Columbia, MD 21044

October 29, 2010  
Client/Matter # 01246-013923  
Invoice # 138204  
Federal ID# 52-1247549

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For Legal Services Rendered Through 09/30/10 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.  
SUITE 700  
1350 I STREET, N.W.  
WASHINGTON, D.C. 20005-3311

Curtis Bay RCRA 2

09/01/10	P. Marks	0.40	Review file; prepare for and contact EPA counsel (J. O'Neill).
09/08/10	P. Marks	0.20	Review email from EPA (J. Howell); evaluate same and response.
09/10/10	P. Marks	0.30	Voicemail and emails to L. Duff re EPA counsel change.
09/13/10	P. Marks	1.30	Voicemail to J. Howell; telephone conference with L. Duff re same; review letter from J. Howell re Confidential Business Information; direct L. Kiddoo re same.
09/13/10	L. Kiddoo	2.50	Conference with P. Marks re Grace confidential business information challenge; review challenge letter; research re same.
09/14/10	L. Kiddoo	5.00	Research re CBI policies and cases; conference with P. Marks re same; followup research.
09/15/10	P. Marks	1.20	Direct L. Kiddoo re CBI research, document review and letter preparation; telephone conference with L. Duff and B. Errera re open issues and tasks.

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09/15/10	L. Kiddoo	5.20	Compile summary and analysis for P. Marks re factors that will apply to support Grace's CBI assertions; conference with P. Marks re above summary and documents challenge for CBI claim; compile binder of materials and discuss draft letter; prepare markup of redaction P. Marks' conference with Grace week of 09/20.
09/16/10	P. Marks	1.20	Access CBI issues and review of L. Kiddoo research; telephone conference with J. Howell (EPA) re her new role on case, next steps, and CBI issues; evaluate same.
09/16/10	L. Kiddoo	4.50	Compile binder and table of contents for inspection report and EPA Grace's responses including all attachments; prepare letter to EPA in accordance with EPA CBI claim substantiation letter; review examples of CBI claim substantiations; prepare summary to P. Marks.
09/17/10	P. Marks	1.10	Telephone conference with L. Duff re EPA and tasks; prepare summary email for L. Duff re J. Howell (EPA) telephone conference; direct L. Kiddoo re draft CBI letter to J. Howell and evaluate same.
09/17/10	L. Kiddoo	3.80	Telephone conference with P. Marks re: CBI issues; prepare redaction.
09/20/10	P. Marks	1.60	Coordinate with L. Kiddoo re CBI issues and letter preparation; coordinate with B. Errera re obtaining full submittals for our CBI review; telephone conferences with L. Duff re tasks.
09/21/10	L. Kiddoo	0.30	Conference with T. Horch re: Grace RCRA document binders; email P. Marks re: missing final documents.
09/21/10	T. Horch	5.00	Review notebooks of information and put notebooks together with information received from WR Grace per P. Marks.
09/22/10	P. Marks	1.70	Evaluate CBI issues and documents; direct L. Kiddoo re same; prepare for client meeting re same and EPA investigation.
09/22/10	L. Kiddoo	5.80	Review Grace binders compiled by T. Horch and D. Davis; create table of contents and cover pages in preparation for P. Marks' conference with Grace; review Grace submittals and identify potential reading for and tabbing

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information to discuss as CBI in preparation for meeting with client; conference with P. Marks re method of coding CBI for conference with client and draft letter to EPA; followup preparation of draft letter to EPA.

09/23/10	P. Marks	5.00	Prepare for and conduct conference with L. Duff and Curtis Bay plant personnel re followup questions on EPA investigation and re confidential business information substantiation.
09/27/10	P. Marks	4.70	Detailed CBI assessment of submittals in preparation of response to EPA; telephone conference with L. Duff re same; telephone conference with B. Maggio re same; telephone conference with J. Howell (EPA) re CBI due date.
09/27/10	L. Kiddoo	1.50	Complete final binder of EPA submittals; conference with P. Marks re status of CBI coding; followup redaction tasks; direct T. Horch re redaction tasks; coordinate with P. Marks re same.
09/27/10	T. Horch	2.50	Review, organize, scan and redact documents from notebook per L. Kiddoo; redact documents in e-copy from P. Marks notes.
09/28/10	P. Marks	1.40	Prepare CBI response; direct staff and L. Kiddoo re same; prepare letter to J. Howell (EPA) re same.
09/28/10	L. Kiddoo	0.50	Conference with P. Marks and T. Horch re CBI redaction process progress and remaining steps.
09/28/10	T. Horch	2.50	Review P. Marks mark ups and redact from ecopy and hard copies; meet with L. Kiddoo and P. Marks to review project.
09/29/10	P. Marks	1.90	Prepare for and conduct telephone conference with B. Errera and L. Kiddoo re review of documents and CBI protection procedures; followup assessment and direction to L. Kiddoo re same.
09/29/10	L. Kiddoo	2.50	Prepare documents for telephone conference with P. Marks and B. Errera; telephone conference with P. Marks and B. Errera; email P. Marks re items to discuss with L. Duff re answer from telephone conference.

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09/30/10	P. Marks	0.30	Review CBI released information from B. Errera; coordinate with L. Kiddoo re same.
09/30/10	L. Kiddoo	1.00	Update latter to J. Howell re CBI claims with information from 9/29 telephone conference with B. Errera; review 2/13/10 submission attachments and compare against EPA's initial investigation attachments to determine if any are identical.

**Total Hours :** 64.90

**Total Fees :** \$19,097.00



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Disbursements:

Long Distance Telephone	0.40
Duplicating	236.49

Total Disbursements :	\$236.89
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Time Summary:

	Hours Worked	Billed Per Hour	Bill Amount
P. Marks	22.30	\$440.00	\$9,812.00
L. Kiddoo	32.60	\$225.00	\$7,335.00
T. Horch	10.00	\$195.00	\$1,950.00
Total Fees :			\$19,097.00
Less 4 hrs Associate :			(900.00)
Total Disbursements :			\$236.89
TOTAL DUE :			\$18,433.89

# **EXHIBIT C**

**(Investigation of VC Processing Facilities)**

LAW OFFICES  
BEVERIDGE & DIAMOND, P.C.  
SUITE 700  
1350 I STREET, N.W.  
WASHINGTON D.C. 20005-3311  
(202) 789-6000

W. R. Grace & Co.  
Attn: Richard Finke  
7500 Grace Drive  
Columbia, MD 21044

October 29, 2010  
Client/Matter # 01246-014352  
Invoice # 138202  
Federal ID# 52-1247549

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For Legal Services Rendered Through 09/30/10 in Connection With:

Investigation of VC Processing Facilities

09/01/10	K. Bourdeau	0.50	Review R. Finke e-mail and Remediation report re results of Omaha facility sampling; communications with R. Finke and P. Marks re same.
09/01/10	P. Marks	0.20	Coordinate with K. Bourdeau and client re Omaha report.
09/10/10	P. Marks	0.80	Review mineral products information.
09/12/10	P. Marks	1.10	Review Mineral Products information; prepare comments for R. Finke.
09/13/10	K. Bourdeau	0.50	Review P. Marks draft comments on EPA sampling report for Omaha facility; evaluate same and prepare e-mail to P. Marks re additional comments.
09/13/10	P. Marks	2.60	Review and evaluate EPA's Omaha report and appendices, including activity logs; prepare comments for R. Finke re same.
09/14/10	K. Bourdeau	0.20	Communications with P. Marks re comments on EPA's Omaha facility sampling report.
09/26/10	K. Bourdeau	1.70	Re-review Remedium summary report and e-mail communications to date re results of EPA Omaha, Nebraska sampling; review EPA sampling report and prepare comments/questions thereon and follow-up options; e-mail communications with

BEVERIDGE &amp; DIAMOND, P.C.

INVOICE # 138202

October 29, 2010

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P. Marks re same.

09/27/10	K. Bourdeau	2.30	Conference with P. Marks re preparation for call with WR Grace re response to EPA sampling report on Omaha, Nebraska facility; participate in WR Grace conference call re same; review EPA information request and Grace response thereto and transactional documents with the Gutter Company; follow-up conference with P. Marks; follow up e-mail communications re transactional documents.
09/27/10	P. Marks	1.90	Prepare for and conduct telephone conference with R. Finke, B. Emmett, Remedium and K. Bourdeau re status of Omaha assessment, potential paths forward; post call assessment with K. Bourdeau.
09/28/10	P. Marks	0.60	Telephone conference with R. Finke re conference call followup and next steps; evaluate same.
09/29/10	K. Bourdeau	0.70	Follow-up communications with P. Marks re path forward; communications with B. Emmett re Uniform Purchase Agreement; review Uniform Purchase Agreement.

Total Hours : 13.10

Total Fees : \$7,003.00

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Disbursements:

Long Distance Telephone

3.20

Total Disbursements :

\$3.20

Time Summary:

	Hours Worked	Billed Per Hour	Bill Amount
K. Bourdeau	5.90	\$650.00	\$3,835.00
P. Marks	7.20	\$440.00	\$3,168.00

Total Fees :

\$7,003.00

Total Disbursements :

\$3.20

TOTAL DUE :

\$7,006.20

# **EXHIBIT D**

**(Bankruptcy Fee Application)**

**LAW OFFICES  
BEVERIDGE & DIAMOND, P.C.  
SUITE 2210  
201 NORTH CHARLES STREET  
BALTIMORE, MD 21201-4150  
(410) 230-1300**

W. R. Grace & Co. - Conn  
Attn: Lydia B. Duff, Esq.  
7500 Grace Drive  
Columbia, MD 21044

October 29, 2010  
Client/Matter # 01246-012629  
Invoice # 138203  
Federal ID# 52-1247549

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For Legal Services Rendered Through 09/30/10 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.  
SUITE 700  
1350 I STREET, N.W.  
WASHINGTON, D.C. 20005-3311

**Bankruptcy Fee Application**

**Disbursements:**

Postage	2.27
Duplicating	9.00

**Total Disbursements : \$11.27**

**TOTAL DUE : \$11.27**